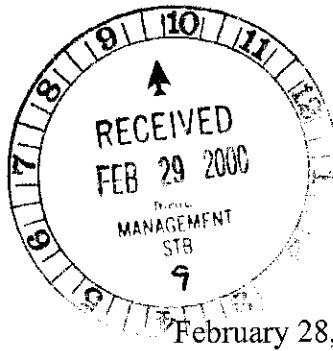


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**BINGHAM SUMMERS
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Attorneys at Law



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VIA OVERNIGHT MAIL

Office of the Secretary
Case Control Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001
Attention: STB Ex Parte No. 582

**Re: STB Ex Parte No. 582: Comments of Ball-Foster Glass
Container Co., L.L.C.**

Dear Sir or Madam:

On behalf of our client, Ball-Foster Glass Container Co., L.L.C., please find enclosed an original and ten (10) copies, plus an electronic version on diskette, of the written comments of Peter J. Walters, Vice President of Purchasing and Distribution. Mr. Walters is scheduled to speak at the public hearing on March 9, 2000.

Please contact me directly if you have any questions or need additional information. Thank you.

Very truly yours,

D. William Moreau Jr. / kkm
D. William Moreau, Jr.

Enclosures

cc: Peter J. Walters
Vice President, Purchasing and Distribution

David W. Knight
Senior Counsel

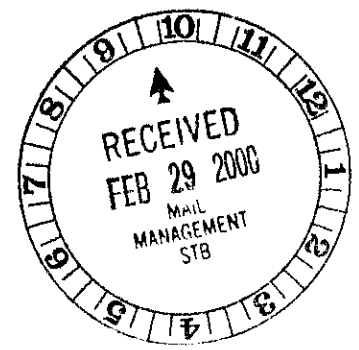
Jeffrey M. Mallamad
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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

IN THE MATTER OF:

STB Ex Parte No. 582

COMMENTS OF BALL-FOSTER GLASS CONTAINER CO., L.L.C.

Peter J. Walters, Vice President of Purchasing and Distribution

I am Peter J. Walters, Vice President of Purchasing and Distribution of Ball-Foster Glass Container Co., L.L.C. My responsibilities in this position include Purchasing, Transportation, and Warehousing. I am a certified member of the American Society of Transportation and Logistics as well as a Certified Purchasing Manager. I have a Bachelor of Science Degree in Business Administration with a major in Transportation. I have authored several articles on transportation and in 1990 was named Indiana's Transportation Person of the Year by Indiana University.

Ball-Foster is a leading supplier of glass containers in the food, juice, soft drink, liquor, beer and wine markets in the United States, Canada, and Mexico. Ball-Foster operates glass manufacturing plants in 14 states throughout the U.S. and employs approximately 6,700 people.

Ball-Foster finished products move primarily by motor carrier and intermodal transportation. However, Ball-Foster is dependent on the railroad industry to deliver raw materials, including soda ash, sand and limestone, in a timely and consistent manner. We receive over 20,000 carloads of raw materials by rail annually. The glass making process is a continuous 24-hours-a-day, seven-days-a-week process. The transportation of needed raw materials is critical to maintaining this process without interruption. The Burlington Northern Santa Fe is integral in meeting our transportation needs.

Currently Ball-Foster has three plants that are served by the Burlington Northern Santa Fe:

Pevely, Missouri
Sapulpa, Oklahoma
Seattle, Washington

As a receiver and shipper with rail transportation we are heavily dependent on the rail system at all of our plants and, at three locations, critically dependent on the BNSF. We believe that the merger of the BNSF with the CN will only serve to exacerbate the many problems and substantially increased costs we have

experienced since the 1996 merger of the UPSP and the 1999 Conrail-NS, Conrail-CSX acquisitions.

I regret the day in 1995 when I provided a verified statement in support of the UP-SP merger. Our company suffered greatly as a result of this merger. I was asked to support the Conrail-CSX, Conrail-NS acquisition and absolutely could not based on our prior experience. Even in the light of our non-support, I had meetings with the CSX Chairman prior to the merger and was assured that all possible contingencies would be in place to assure a positive experience. Unfortunately, once again the results have been disastrous at our plants in view of plant disruption and added costs from trucking and demurrage.

Glass plant raw materials, as bulk commodities, should move most efficiently on the railroads due to their inherent advantage. Motor carrier transportation has rarely been efficient for the significant distance moves to our plants. With the overwhelming service disruptions stemming directly from each of these mergers, we have been forced to divert to truck to keep our plants running. A glass furnace without raw materials goes down at huge expense. The result is higher costs throughout our system from administration at plant and corporate level to much higher truck costs. Many rail moves which diverted to truck have never returned to rail, taxing an already overburdened highway system.

An intermodal transportation strategy for outbound movements, which I had hoped to execute on behalf of my company, has been sidelined due to the increased variability of rail service coming from the railroads' inability to effectively manage their merger activities. Again, our overburdened highway system suffers from the inability to implement intermodal diversions effectively. The public cries out for a focused transportation policy in this area and suffers the consequences from the approval of past mergers. These mergers have cost our company millions in increased transportation dollars and employee time.

I have numerous specific examples which I can cite of transit times which have both increased substantially in time and variability. Supply chain/inventory management has weakened substantially. Everywhere I travel throughout our country or in my home community, our railroad system is held in contempt, as unfortunately is the STB, for having permitted this to get to this point.

Finally, our concern with this merger is certainly with the effect on our three directly served plants, but even more importantly with potential further merger activity which this action may precipitate. The result for the American shipper is less competition, poorer service and higher costs.

The BNSF-CN merger is not in the best interests of the American shipper or consumer and will provide no benefits to Ball-Foster. We oppose the merger.